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RECORDATION NO: 23629-F FILED

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SURFACE TRANSPORTATION BOARD



September 29, 2003

Barbara Saddler
Surface Transportation Board
Recordation Office
1925 K Street, N.W., Suite 70
Washington D.C. 20423

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of July 11, 2001 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.**
1211 Avenue of the Americas, New York, NY 10036

Lessee: **MERIDIAN AGGREGATES COMPANY,
A LIMITED PARTNERSHIP**
11467 Huebner Rd., Suite 300, San Antonio, TX 78230

A short summary of the document to appear in the index follows:

Memorandum of Railcar Lease between Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.** and Lessee: **MERIDIAN AGGREGATES COMPANY** covering 50 gondolas with reporting marks and numbers – CEFX 31020 – CEFX 31073, NOT INCLUSIVE.

Please file this memorandum as a **SECONDARY** document to Recordation #23629 dated 8/30/01 and return one (1) stamped original to my attention. A check covering the filing fee of thirty dollars (\$30.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20100.

Thank you for your prompt assistance.

Sincerely,

Sherry Lewey
Research/Development Coordinator

Enclosure

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 11th day of July, 2003, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor"), and MERIDIAN AGGREGATES COMPANY, A LIMITED PARTNERSHIP, a Delaware limited partnership, with an address at 11467 Huebner Rd., Suite 300, San Antonio, TX 78230 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of August 8, 2001 covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on August 30, 2001 and given Recordation Number 23629.

WHEREAS, the Parties have entered into an additional Schedule under the Lease and wish to show for the public record the existence of the aforesaid Schedule, the respective interests therein of the Parties and a description of the equipment (the "Equipment") as set forth in **Schedule A** hereto, and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

The CIT Group/Equipment Financing, Inc.

By: Joseph J. Mankowski
Name: Joseph Mankowski
Title: Senior Vice President

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

Meridian Aggregates Company,
A Limited Partnership

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By: Meridian Aggregates Investments, L.L.C.
Its General Partner

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By: Martin Marietta Materials, Inc.
Its Managing Member

SURFACE TRANSPORTATION BOARD

By: Donna A. Rine
Title: Gen. V. Pres.
Date: 7-11-03

Schedule A

Number of Cars	Equipment Description
50	52' long 4'6" sided steel mill gondola

1	CEFX	31020
2	CEFX	31021
3	CEFX	31022
4	CEFX	31023
5	CEFX	31024
6	CEFX	31025
7	CEFX	31026
8	CEFX	31027
9	CEFX	31028
10	CEFX	31029
11	CEFX	31030
12	CEFX	31031
13	CEFX	31032
14	CEFX	31033
15	CEFX	31035
16	CEFX	31036
17	CEFX	31037
18	CEFX	31038
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39	CEFX	31061
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41	CEFX	31063
42	CEFX	31064
43	CEFX	31066
44	CEFX	31067
45	CEFX	31068
46	CEFX	31069
47	CEFX	31070
48	CEFX	31071
49	CEFX	31072
50	CEFX	31073